

RECORDATION NO.

21946-A

FILED

MAY 24 '06

12-31 PM

SURFACE TRANSPORTATION BOARD

OF COUNSEL
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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

May 24, 2006

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice of Termination, dated as of May 24, 2006, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete lease termination and relates to the Memorandum of Railcar Lease Agreement previously filed with the Board under Recordation Number 21946.

The name and address of the party to the enclosed document are:

Lessor: Bombardier Capital Rail Inc.
(f/k/a NorRail Inc.)
12735 Gran Bay Parkway West-Suite #1000
Jacksonville FL 32258

[Lessee: Norfolk Southern Railway Company
Three Commercial Place
Norfolk VA 23510]

Mr. Vernon A. Williams
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A description of the railroad equipment covered by the enclosed document
is:

222 railcars: CR 585728 – CR 585949

A short summary of the document to appear in the index is:

Notice of Termination.

Also enclosed is a check in the amount of \$34.00 payable to the order of
the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the
undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

MAY 24 '06

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NOTICE OF TERMINATION

SURFACE TRANSPORTATION BOARD

The undersigned, BOMBARDIER CAPITAL RAIL INC. (formerly NorRail, Inc.), Lessor, publishes this notice that the instrument described in Exhibit A attached hereto has been terminated and shall be considered terminated of record as to all railcars described as being subject thereto.

IN WITNESS WHEREOF, BOMBARDIER CAPITAL RAIL INC. has caused this instrument to be executed by its officer thereunto duly authorized this 24th day of May, 2006.

BOMBARDIER CAPITAL RAIL INC.

(f/k/a NorRail, Inc.), as Lessor

By: Catherine Hawks
Catherine Hawks
Senior Attorney

STATE OF FLORIDA)
)
COUNTY OF DUVAL)

ss.

On this 24th day of May, 2006, before me appeared **Catherine Hawks**, to me personally known, who, being duly sworn did say that she is the Senior Attorney of BOMBARDIER CAPITAL RAIL INC., and that said instrument was signed on behalf said corporation by authority of its board of directors and she acknowledged said instrument to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

Paul M. Porter
NOTARY PUBLIC

My Commission Expires:

EXHIBIT A

Description of Instrument

Memorandum of Railcar Lease Agreement from Bombardier Capital Rail Inc. (formerly known as NorRail, Inc.), Lessor, to Norfolk Southern Railway Company, Lessee, dated as of June 30, 1998 and filed with the Surface Transportation Board on January 7, 1999 at 1:20 p.m. under Recordation Number 21946.

Railcars

CR 585728 through CR 585949